

HOLLAND & KNIGHT LLP  
Attorneys for Plaintiffs  
195 Broadway  
New York, NY 10007  
(212) 513-3200  
Douglas R. Burnett (DB 7616)

KORMAN, CH. J.

FILED  
IN CLERK'S OFFICE  
U.S. DISTRICT COURT E.D.N.Y.  
\* JUN 18 2002  
BROOKLYN OFFICE

SI 87 LEVY M.J.

CV 02 3596

UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF NEW YORK

-----X  
VICUNHA NORDESTE S/A, :  
TEXTIL BASQUIT (TEBASA), :  
SUL AMÉRICA TERRESTRES, MARÍTIMOS :  
E ACIDENTES, :  
BAMERINDUS – CIA DE SEGUROS, : Civil Action No.  
INSTITUTO DE RESSEGUROS DO BRASIL (IRB) :  
-----X

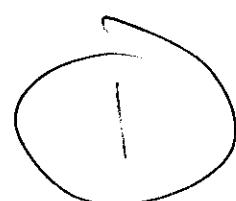
Plaintiffs, :  
- against - : COMPLAINT  
-----X

GLOBAL CONTAINER LINES, LTD., :  
a Bahamas corporation :  
d/b/a/ GLOBAL CONTAINER LINES (BAHAMAS) LTD. :  
GLOBAL CONTAINER LINES, LTD., :  
a Delaware corporation :  
-----X

Defendants.

The plaintiffs herein, by their attorneys Holland & Knight LLP, complaining of the above named defendants, allege upon information and belief:

1. This is a claim within the admiralty jurisdiction of this court as set forth in 28 U.S.C. § 1333(1) and Rule 9(h) of the Federal Rules of Civil Procedure.
2. This is a claim within the diversity jurisdiction of 28 U.S.C. § 1332(a)(2).
3. Venue lies within this District under the provision of 28 U.S.C. § 1391(a).



4. Plaintiff Vicunha Nordeste S.A. is a corporation organized under the laws of Brazil with its principal place of business at Indústria Têxtil Rod. Dr. Mendel Steinbruch S/N – km 09, Pajucara, Ceará, Brazil.

5. Plaintiff Têxtil Basquit (TEBASA) is a corporation organized under the laws of Brazil with its principal place of business at Rua Dona Mendinha, No. 2020 Alvaro Weyne, Fortaleza, Ceará, Brazil.

6. Plaintiff Bamerindus-Cia de Seguros of Curitiba Brazil ("Bamerindus") is an insurance corporation organized under the laws of Brazil with its principal place of business at Rua Tenente Francisco Ferreira de Souza, 805, Curitiba, PR 81630.010 Brazil.

7. Plaintiff Sul América Terrestres, Marítimos e Acidentes ("Sul América") is an insurance company organized under the laws of Brazil with its principal place of business at Rua da Quitanda 86, Rio de Janeiro, RJ 20091-000, Brazil.

8. Plaintiff Instituto de Resseguros do Brasil ("IRB") is a public limited company organized under the laws of Brazil with its principal place of business at Avenida Marechal Câmara 171, Rio de Janeiro, Brazil and whose principal business is reinsurance.

9. According to the Corporate Record of the New York Department of State, a true copy of which is annexed as Exhibit 1 to this Complaint, Defendant Global Container Lines Ltd. ("GCL Bahamas") is a corporation formed under the laws of the Commonwealth of The Bahamas on 29 August 1985. On 11 May 1995 the company registered as a foreign business in New York and maintained this status

until 18 December 1997. The registered agent was listed as Peter Drakos of the law firm of Cardillo & Corbett, 29 Broadway, New York, NY. Articles of merger with Global Container Lines Ltd., a Delaware corporation described in paragraph 11 of this Complaint, were filed with the Bahamian registry on September 4, 1997 with an effective date of August 29, 1997. The company's directors are listed as Kazem Pakshima, Ali Pakshima, and Hormoz Shayegan on the Articles of Merger, contained in Exhibit 1 to this Complaint. The company's charter in the Bahamas was terminated on 1 January 2000. The company is engaged in shipping.

10. GCL Bahamas does business as Global Container Lines (Bahamas) Ltd.

11. GCL Bahamas was at all relevant times the charterer of the vessel Global Natali and issued the bills of lading described in paragraphs 15 and 17 of this Complaint.

12. According to the Corporate Records of New York State, a true copy of which is attached as Exhibit 2, Defendant Global Container Lines Ltd. ("GCL Delaware") is an active Delaware Corporation formed on 28 December 1989 which was registered to do business in New York on 18 December 1997. GCL Delaware merged with GCL Bahamas on 29 August 1997. A copy of the Certificate of Incorporation filed on January 2, 1990 is attached as Exhibit 2 to this Complaint. The documents also list Peter Drakos of the law firm of Cardillo & Corbett at 29 Broadway, New York, NY 10006 as the corporation's registered New York agent and its executive offices at 100 Quentin Roosevelt Blvd., Garden City, NY. The company's directors are also listed as Kazem Pakshima, Ali Pakshima, and Hormoz

Shayegan on the Articles of Merger, a true copy of which is attached as Exhibit 1 to this Complaint. The company is engaged in shipping.

13. GCL Delaware is the successor in interest by merger to GCL Bahamas.
14. On 28 August 1997, GCL Delaware merged with GCL Bahamas and GCL Delaware is the successor in interest to GCL Bahamas, including its liabilities as the charterer of the Global Natali as described in this complaint. A true copy of the Certificate of Merger is included and attached with Exhibit 1 to this Complaint.
15. Defendant GCL Bahamas issued a clean bill of lading on the Global Natali, freight prepaid, to Textil Baquit S/A TEBASA on 19 October 1996 in the port of Bombay, India for delivery at Fortaleza, Brazil for bales of cotton as set forth in a copy of the original bill of lading, together with the corresponding commercial invoice, attached as Exhibit 3 to this complaint.
16. This cargo shipped under Exhibit 3 was insured by Sul América.
17. Defendant GCL Bahamas issued four clean bills of lading, freight prepaid, to Vicunha Nordeste S/A on 19 October 1996 in the port of Mumbai, India for delivery at Fortaleza, Brazil of bales of cotton as set forth in a representative copy of the original bills of lading, together with the corresponding commercial invoice, attached as Exhibit 4 to this complaint.
18. This cargo shipped under Exhibit 4 was insured by Bamerindus.
19. Besides the cargo described in paragraphs 14-18, the charterer negligently stowed containers containing explosives and fireworks on the ship's deck.

20. While transporting the above cargos on October 26, 1996, the Global Natali caught fire and was abandoned at sea because of the crew's concern about the proximity of the explosive and firework cargoes to the fire.

21. The Global Natali with its cargo were salvaged, and the ship was towed by salvors to Port Victoria, in the Seychelles, arriving on October 31, 1996.

22. Some of the cargo was salved, but the majority of the cargo was damaged by the sea water and carbon dioxide used to extinguish the fire on board the vessel.

23. The IRB paid the salvage claims, including towage, and transshipment costs for the damaged cargo. IRB is also a reinsurer for Bamerindus and Sul América claims for cargo damage.

24. On 12 August 1997, a writ and summons in Civil Side No. 250 of 1997, endorsing a claim in the amount of \$6,453,762.69 against the owners and charterers of the vessel Global Natali was duly served by the Process Officer of the Supreme Court of Seychelles in accordance with local and customary admiralty rules by affixing the court papers to the mast of the Global Natali.

25. Defendant GCL Bahamas, the charterer which issued the bills of lading, was provided a full and fair opportunity to appear and enter their defenses to the claim, but elected not to appear before the Supreme Court of the Seychelles. A copy of the letter sent to the Defendant IRB dated 1 April 1997 from the solicitors representing GCL Bahamas and its P&I underwriters, U.K. P&I Club, with respect to the plaintiffs' claims, is attached as Exhibit 5.

26. On 27 August 1997, following a hearing and examination of evidence submitted in support of the damage claims, the Supreme Court of Seychelles (Admiralty Jurisdiction) issued a joint and severable judgment against the charterers in the amount of \$6,453,762.69. A certified copy of the Judgment dated 27 August 1997 is attached to the complaint as Exhibit 6.

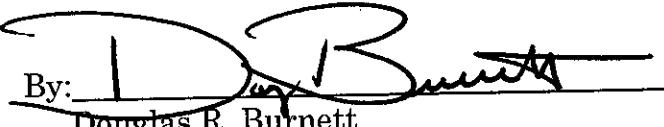
27. On 25 November 1997, Mr. P.J.R. Bouillé, an attorney representing both the owners and charterers appeared in the Seychelles Court of Appeal and filed a notice of appeal of the judgment. On 14 January 1998, the same attorney filed a memorandum of appeal on behalf of both the owners and charterers. This appeal has now been exhausted and the judgment annexed as Exhibit 6 is final.

WHEREFORE, plaintiffs demand:

- a) That recognition be granted by the Court of the judgment of the Supreme Court of the Seychelles annexed as Exhibit 6;
- b) That judgment be entered in favor of the and plaintiffs jointly and severably against defendants in the amount Six Million Four Hundred Fifty-Three Thousand Seven Hundred Sixty-Two Dollars and Sixty-Nine Cents (\$6,453,762.69), together with interest from August 27, 1997, costs, attorney fees, and the disbursements of this action; and,
- c) That this Court grant to the plaintiffs such other, further, and different relief as may be just and proper in the circumstances.

New York, New York  
19 June 2002

HOLLAND & KNIGHT LLP  
Attorneys for the Plaintiffs

By: 

Douglas R. Burnett  
A member of the firm  
195 Broadway  
New York, New York

NYC1 #467277 v1



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NEW YORK DEPARTMENT OF STATE, CORPORATE RECORD

**NAME: GLOBAL CONTAINER LINES LIMITED**

**TYPE: FOREIGN BUSINESS**

**STATUS: INACTIVE**

**STATUS-COMMENT: TERMINATION**

**DURATION: PERPETUAL**

**DATE OF INCORPORATION/QUALIFICATION: 05/11/1995**

**STATE OF INCORPORATION/REGISTRATION: BAHAMA ISLANDS**

**FOREIGN STATE INCORPORATION/FORMED DATE: 08/29/1985**

**COUNTY OF PRINCIPAL OFFICE: NASSAU**

**REGISTERED AGENT: ATT: PETER G DRAKOS**

**REGISTERED OFFICE: CARDILLO & CORBETT**

29 BROADWAY  
NEW YORK, NY 10006

**HISTORY:**

**DATE TRANSACTION MICROFILM-NO**

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12/18/1997	TERMINATION (FOR. BUSINESS)	971218000609
05/11/1995	APPLICATION AUTHORITY (FOR. BUSINESS)	950511000472

**PROCESS ADDRESS:**

% CARDILLO & CORBETT  
29 BROADWAY  
NEW YORK, NY 10006

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Document 1 of 2 [next >](#)

950511000472

PH-32

PH-32

APPLICATION FOR AUTHORITY  
OF  
GLOBAL CONTAINER LINES LIMITED  
(UNDER SECTION 1304 OF THE BUSINESS CORPORATION LAW)

CANDILLO & CORBETT  
29 BROADWAY  
NEW YORK, NY 10005

FILED  
10/25/95

STATE OF NEW YORK  
DEPARTMENT OF STATE  
FILED MAY 1 1995

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May 11, 95 10:10 CARDIFF & CORBETT NEW YORK

P-02/03

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950511000472  
**PH-32**

Application for Authority

of

GLOBAL CONTAINER LINES LIMITED

(Under Section 1304 of the Business Corporation Law)

FIRST: The name of the corporation is  
GLOBAL CONTAINER LINES LIMITED

SECOND: The jurisdiction of the corporation is the  
Commonwealth of the Bahamas. The date of incorporation is August  
29, 1985.

THIRD: The business which the corporation proposes  
to do in the State of New York is as follows:

To engage in any act or activity permitted by the  
laws of the Commonwealth of the Bahamas for which  
corporations may be organized under the Business  
Corporation laws of the State of New York, provided  
that the corporation is not to engage in any act or  
activity requiring the consent or approval of any state  
official, department, board, agency or other body,  
without such consent or approval first being obtained.

FOURTH: The office of the corporation in the State of  
New York is to be located in the County of Nassau.

FIFTH: The Secretary of State of the State of New  
York is designated as the agent of the corporation upon whom  
process against the corporation may be served. The post office  
address in the State of New York to which the Secretary of State  
of the State of New York shall mail a copy of any process against

May 11, 95-10-10 CAM 110 E CORSEY NEW YORK

PI 02783

the corporation served upon said Secretary of State is o/c  
Cardillo & Corbett, 29 Broadway, New York, New York 10006.

SIXTH: The corporation has not since the date of its incorporation, engaged in any activity in the State of New York except as set forth in paragraph (b) of Section 1201 of the Business Corporation Law.

SEVENTH: The registered agent of the corporation is to be the agent of the corporation upon whom or upon which process against the corporation may be served. The name and address within the State of New York of said registered agent who is authorized to accept service of process on behalf of the corporation is as follows: Cardillo & Corbett (Attn: Peter G. Drakos), 29 Broadway, New York, New York 10006.

IN WITNESS WHEREOF, I have subscribed this document on  
the date set forth below and do hereby affirm, under the  
penalties of perjury, that the statements contained therein have  
been examined by me and are true and correct.

Date: May 8, 1995.

~~2) Hormoz Shayegan~~  
Name: Hormoz Shayegan  
Title: Secretary

COMMONWEALTH OF THE BAHAMAS IBCD  
THE INTERNATIONAL BUSINESS COMPANIES ACT (1990)

CERTIFICATE OF GOOD STANDING (Section 101)

No. 3,488B - GLOBAL CONTAINER LINES LIMITED

I, SHANE MILLER, ASSISTANT Registrar General of the  
Commonwealth of The Bahamas DO HEREBY CERTIFY:

1. The above Company was duly ~~incorporated~~ (continued) under the provision of the International Business Companies Act (No. 2 of 1990) on the 17th day of DECEMBER 1990 as a Company No. 3,488 of the Register of International Business Companies.
2. The name of the Company is still on the Register of the International Business Companies and the Company has paid all fees, licence fees and penalties due and payable under the provisions of Sections 102 and 103 of the said Act.
3. The Company has not submitted to me Articles of Merger or Consolidation that have not yet been effective.
4. The Company has not submitted to Articles of Arrangement that has not yet become effective.
5. The Company is not in the process of being wound up and dissolved.
6. No proceedings have been instituted to strike the name of the Company off the said Register.
7. In so far as is evidenced by the documents filed with me the Company is in good legal standing.

Given under my hand and seal at Nassau  
in the Commonwealth of The Bahamas  
this 20th day of APRIL  
19 95

ASSISTANT

REGISTRAR GENERAL

971218000609

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COMMONWEALTH OF THE BAHAMAS  
THE INTERNATIONAL BUSINESS COMPANIES ACT  
(No. 2 of 1990)

IIBC 03

CERTIFICATE OF MERGER

(Section 74)

GLOBAL CONTAINER LINES LIMITED

No. of Surviving Co. 561193 B  
I, SHANE MILLER, Deputy Registrar General of the Commonwealth of The Bahamas

DO HEREBY CERTIFY pursuant to the International Business Companies Act (No. 2 of 1990) that Articles of

Merger between GLOBAL CONTAINER LINES LIMITED and GLOBAL CONTAINER LINES LIMITED

4th day of September 1997

been registered and that upon the

4th day of September 1997

shall be the surviving Company of the

merger.

Given under my hand and seal at  
Nassau in the Commonwealth of  
The Bahamas

DEPUTY  
REGISTRAR GENERAL

New Providence

THE INTERNATIONAL BUSINESS COMPANIES ACT

ARTICLES OF MERGER

OF

GLOBAL CONTAINER LINES LIMITED  
(An International Business Company)

AND

GLOBAL CONTAINER LINES LIMITED  
(A Delaware, U.S. A. Corporation)

The following Articles shall constitute the Articles of Merger between the  
Companies named above pursuant to Section 77 of The International Business  
Companies Act 1992

1. The Written Plan of Merger of Global Container Lines Limited is as follows:

GLOBAL CONTAINER LINES LIMITED  
(An International Business Company)

AND

GLOBAL CONTAINER LINES LIMITED  
(A Delaware, U.S. A. Corporation)

Written Plan of Merger of the Directors Pursuant to

Section 77 of The International Business Companies Act.

A. SUMMARY OF THE MERGER

(i) Pursuant to this Plan of Merger, Global Container Lines Limited (hereinafter referred to as "GCLB"), a company incorporated under The Companies Act and continued under The International Business Companies Act 1989 of The Bahamas (the "Act") and whose registered office is situated at Mareva House, 4 George Street, Nassau, Bahamas, and Global Container Lines Limited (hereinafter referred to as "GCL"), a company incorporated and existing under the laws of the State of Delaware, U.S.A. (both companies together referred to as "The Constituent Companies") shall merge and shall thereafter for all purposes be one with GCL.

(ii) Upon the Merger GCL, subject in all respects to the laws of the State of Delaware, shall continue in its present form and its present name as the Surviving Company and the separate corporate existence of GCLB shall be discontinued and for all purposes hereafter cease.

B. PARTICULARS OF THE CONSTITUENT COMPANIES

(i) GCLB was incorporated under The Companies Act on the 29th day of March 1985 and continued under the International Business Companies Act as a company limited by shares on the 21st day of December 1990, with a Share Capital of 5,000 Ordinary Shares of \$1.00 par value each, 900 of which are issued and fully paid up, leaving 4,100 Ordinary shares unissued. Of the 900 issued and fully paid up shares, 600 are registered in the name of Dhow Corporation and 300 in the name of Ship Trade, Inc. All Ordinary shareholders would be entitled to vote on The Merger.

(ii) GCL was incorporated on the 2nd January, 1990 under the laws of the State of Delaware U.S.A. with a share capital of 3,000 shares of Common Stock of par value US\$1.00 each, 100 of which are issued and

fully paid, having 2,900 shares of common stock, units. All common stock shareholders would be entitled to vote on the Merger.

(iii) The written Plan of Merger was approved by the Directors of GCLB on the 29th day of August 1997, and the written consent of the Shareholders of GCLB was obtained on the 29th day of August, 1997.

(iv) The Memorandum and Articles of Association of GCLB was registered by the Registrar on the 21st day of December 1990.

#### C. TERMS AND CONDITIONS OF THE MERGER

(i) The Effective Date of the Merger shall be deemed to be the 29th August, 1997 and each of the Constituent Companies agree that all acts necessary in implementing the proposed Merger shall be completed by the 1st September, 1997 and each of the Constituent Company shall cause to be executed any such further or additional documents or acts done instructions given as may be reasonably and necessarily required for the purpose of consummating and carrying into effect the merger as hereby contemplated by this Plan of Merger, in particular but not limited to the obligations of GCLB and GCL to submit this Plan of Merger to its Shareholders and Board of Directors for approval and of GCLB when approved to cause Articles of Merger to be prepared for signature by any Director or Officer of GCL or GCLB and to submit the same for filing with the Registrar of Companies.

(ii) The Merger shall be effected by way of a conversion and an exchange of shares. the Shareholders of GCLB shall transfer or cause to be transferred to GCL the whole of the issued shares, is GCLB in consideration of GCL allotting and issuing shares in GCL in Dhow Corporation, and Ship Trade Inc. the shareholders of GCLB on the effective

date, each share of GCLB then issued shall be converted into and

exchanged for One (1) share of GCL.

(iii) On the effective date of the Merger all the shares of GCLB shall be  
canceled without any further action on the part of the holders thereof or on  
the part of GCL.

(iv) The written consent of the shareholders of GCLB to the Plan of  
Merger was obtained on the 29th August A.D. 1995.

(v) GCL being the surviving company and being a company  
incorporated under the laws of a jurisdiction outside the Bahamas and for  
the purposes of complying

with Section 77 2(b) of the Act, undertake and agree as follows:

(i) that a service of process may be effected on it in The Bahamas in  
respect of proceedings for the enforcement of any claim, debt, liability or  
obligation of a constituent company incorporated under this Act or in  
respect of proceedings for the enforcement of the rights of a dissenting  
member of a constituent company incorporated under this Act against a  
surviving company or the consolidated company.

(ii) an irrevocable appointment of the registrar as its agent to accept  
service or persons in proceedings referred to in subparagraph (i).

(iii) an agreement that it will promptly pay to the dissenting members of  
a constituent company incorporated under this Act the amount, if any, to  
which they are entitled under this Act with respect to the rights of  
dissenting members, and

(iv) to present to the Registrar a Certificate of Merger issued pursuant  
to Delaware corporate law.

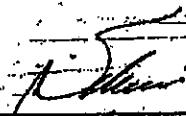
IN WITNESS WHEREOF Global Container Lines ~~████████~~ Limited has  
hereunto affixed its Common Seal effective as of the 29th day of August, 1997.

SIGNED for and on behalf of

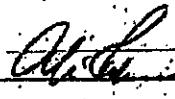
GLOBAL CONTAINER LINES

~~████████~~ LIMITED by

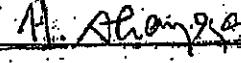
Kazem Pakshima



All Pakshima



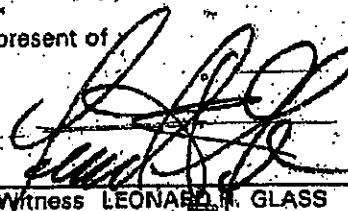
Hormoz Shayegan



Directors of the Company

before and in the

present of

  
Witness LEONARD T. GLASS

COMMONWEALTH OF THE BAHAMAS

Registrar General's Department

I certify the foregoing to be a true copy of the  
original document.

Deputy Registrar General

September 4<sup>th</sup> 1997

GLOBAL CONTAINER LINES LIMITED  
(An International Business Company)

AND

GLOBAL CONTAINER LINES LIMITED  
(A Delaware, U.S.A. Corporation)

Written Plan of Merger of the Directors Pursuant to  
Section 77 of the International Business Companies Act

1. SUMMARY OF THE MERGER.

(a) Pursuant to this Plan of Merger Global Container Lines Limited (hereinafter referred to as "GCLB"), a company incorporated under the Companies Act and continued under the International Business Companies Act 1989 of The Bahamas (the "Act") and whose registered office is situated at Mareva House, 4 George Street, Nassau, Bahamas; and Global Container Lines Limited (hereinafter referred to as "GCL"), a company incorporated and existing under the laws of the State of Delaware, U.S.A. (both companies together referred to as the "Constituent Companies"), shall merge and shall thereafter for all purposes be one with GCL.

(b) Upon the Merger, GCL, subject in all respects to the laws of the State of Delaware, shall continue in its present form and its present name as the Surviving Company and the separate corporate existence of GCLB shall be discontinued and for all purposes hereafter cease.

2. PARTICULARS OF THE CONSTITUENT COMPANIES.

(a) GCLB was incorporated under the Companies Act as a company limited on August 29, 1985 and continued under the International Business Companies Act by shares on December 21, 1990, with a Share Capital of 5,000 Ordinary Shares of \$1.00 par value each, 900 of which are issued and fully paid up, leaving 4,100 Ordinary Shares unissued. Of the 900 issued and fully paid up shares, 600 are registered in the name of Dhow Corporation and 300 in the name of Ship Trade, Inc. All Ordinary shareholders would be entitled to vote on the Merger.

(b) GCL was incorporated on January 2, 1990 under the laws of the State of Delaware, U.S.A. with a share capital of 3,000 shares of Common Stock of par value U.S.\$1.00 each, 100 of

which are issued and fully paid up, leaving 2,900 shares of Common Stock unissued. All common stock shareholders would be entitled to vote on the Merger.

TERMS AND CONDITIONS OF MERGER.

(a) The Effective Date of the Merger shall be deemed to be August 29, 1997, and each of the Constituent Companies agree that all acts necessary to implement the proposed Merger shall be completed by September 1, 1997 and each of the Constituent Companies shall cause to be executed any such further or additional documents or acts done instructions given as may be reasonably and necessarily required for the purpose of consummating and carrying into effect the Merger as hereby contemplated by this Plan of Merger, in particular, but not limited to, the obligations of GCLB and GCL to submit this Plan of Merger to its shareholders and Board of Directors for approval and of GCLB when approved to cause Articles of Merger to be prepared for signature by any Director or Officer of GCL and GCLB and to submit the same for filing with the Registrar of Companies.

(b) The Merger shall be effected by way of a conversion and an exchange of shares. The Shareholders of GCLB shall transfer or cause to be transferred to GCL the whole of the issued shares in GCLB in consideration of GCL allotting and issuing shares in GCL to Dhow Corporation and Ship Trade, Inc., the shareholders of GCLB, on the effective date, each share of GCLB then issued shall be converted into and exchanged for one share of GCL.

(c) On the effective date of the Merger, all the shares of GCLB shall be canceled without any further action on the part of the holders thereof or on the part of GCL.

(d) The written consent of the shareholders of GCLB to the Plan of Merger was obtained on August 29, 1995.

(e) GCL being the surviving company and being a company incorporated under the laws of a jurisdiction outside the Bahamas and for the purposes of complying with Section 772(b) of the Act, undertake and agree as follows:

(i) that a service of process may be effected on it in The Bahamas in respect of proceedings for the enforcement of an claim debt, liability or obligation of a constituent company incorporated under this Act or in respect of proceedings for the enforcement of the rights of a dissenting member of a constituent company incorporated under this Act against a surviving company or the consolidated company;

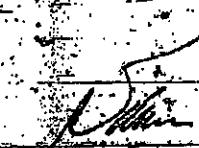
(ii) an irrevocable appointment of the registrar as its agent to accept service of persons in proceedings referred to in subparagraph (i);

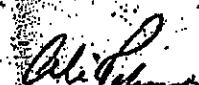
(iii) an agreement that it will promptly pay to the dissenting members of a constituent company incorporated under this Act the amount, if any, to which they are entitled under this Act with respect to the rights of dissenting members.

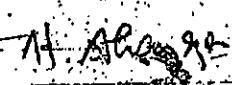
(iv) to present to the Registrar a Certificate of Merger issued pursuant to Delaware corporate law.

Mr. Kazem Paksima, Ali Paksima and Hormoz Shayegan, being  
all of the Directors of GLOBAL CONTAINER LINES LIMITED, a company  
incorporated under the International Business Companies Act 1989  
of The Bahamas and being all of the Directors of GLOBAL CONTAINER  
LINES LIMITED, a company incorporated under the laws of the State  
of Delaware, U.S.A., hereby approve the above Written Plan of  
Merger in our respective capacities as Directors of each company.

DATED: August 29, 1987

  
KAZEM PAKSIMA

  
ALI PAKSIMA

  
HORMOZ SHAYEGAN

COMMONWEALTH OF THE BAHAMAS

Registrar General's Department

I certify the following to be a true copy of the  
original document.

  
Deputy Registrar General  
September 4<sup>th</sup>, 1997

971218000609

11-37

CERTIFICATE OF TERMINATION

OF

GLOBAL CONTAINER LINES LIMITED

Under Section 1311 of the Business Corporation  
Law of the State of New York

RECEIVED  
DEC 10 1987

DEC 10

STATE OF NEW YORK  
DEPARTMENT OF STATE

FILED DEC 10 1987

TAX \$

BY:

Cole Schotz Meisel Forman & Leonard, P.C.  
25 Main Street, Court Plaza North  
Hackensack, New Jersey 07602

BILLED

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NEW YORK DEPARTMENT OF STATE, CORPORATE RECORD

**NAME: GLOBAL CONTAINER LINES LIMITED**

**TYPE: FOREIGN BUSINESS**

**STATUS: ACTIVE**

NOTE: GOOD STANDING STATUS CAN ONLY BE DETERMINED BY PERFORMING A SEARCH IN THE RECORDS OF BOTH THE DEPARTMENT OF STATE CORPORATION RECORDS AND THE DEPARTMENT OF TAX AND FRANCHISE. CALL 1-800-634-9738 TO ORDER GOOD STANDING DOCUMENTATION.

**DURATION: PERPETUAL**

**DATE OF INCORPORATION/QUALIFICATION: 12/18/1997**

**STATE OF INCORPORATION/REGISTRATION: DELAWARE**

**FOREIGN STATE INCORPORATION/FORMED DATE: 01/02/1990**

**COUNTY OF PRINCIPAL OFFICE: NASSAU**

**REGISTERED AGENT: PETER DRAKOS**

**REGISTERED OFFICE: C/O CARDILLO & CORBETT**  
29 BROADWAY  
NEW YORK, NY 10006

**EXECUTIVE OFFICE ADDRESS: 100 QUENTIN ROOSEVELT**  
GARDEN CITY, NY 11530

**CHAIR OF THE BOARD: KAZEM PAKSIMA**  
100 QUENTIN ROOSEVELT BLVD  
GARDEN CITY, NY 11530

**HISTORY:**

**DATE TRANSACTION MICROFILM-NO**

04/08/2002	BIENNIAL STATEMENT (FOREIGN BUSINESS)	020408002873
	EFFECTIVE: 12/01/2001	
01/25/2000	BIENNIAL STATEMENT (FOREIGN BUSINESS)	000125002401
	EFFECTIVE: 12/01/1999	
09/03/1999	CERTIFICATE OF CHANGE (FOR. BUSINESS)	990903000535
12/18/1997	APPLICATION AUTHORITY (FOR. BUSINESS)	971218000612

**PROCESS ADDRESS:**

THE CORPORATION  
100 QUENTIN ROOSEVELT BLVD.  
GARDEN CITY, NY 11530

**CALL LEXIS DOCUMENT SERVICES FOR ALL YOUR CORPORATE NEEDS. 800-634-9738**

 [prev](#) Document 2 of 2

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971218000612

UNI-37

APPLICATION FOR AUTHORITY

OF

GLOBAL CONTAINER LINES LIMITED

Under Section 1304 of the Business Corporation  
Law of the State of New York

STATE OF NEW YORK  
DEPARTMENT OF STATE

FILED DEC 18 1997

TAXES

BY

100000

RECEIVED

DEC 18 1997

Cole Schotz Meisel Forman & Leonard, P.A.  
25 Main Street-Court Plaza North  
Hackensack, New Jersey 07602

3

BILLED

971218000638

921218000612  
APPLICATION FOR AUTHORITY  
OF  
GLOBAL CONTAINER LINES LIMITED

UNI 37  
Under Section 1304 of the  
Business Corporation Law

The undersigned corporation does hereby apply, pursuant to Section 1304 of the Business Corporation Law of the State of New York, for authority to do business in the State of New York and for that purpose does hereby set forth:

**FIRST:** The name of the corporation is:

**GLOBAL CONTAINER LINES LIMITED**

**SECOND:** The jurisdiction of the incorporation of the corporation is the State of Delaware. The date of incorporation in said jurisdiction is January 2, 1990.

**THIRD:** The corporate purpose in the State of New York, which it is authorized to do in the jurisdiction of its incorporation is as follows:

To engage in any lawful act or activity which a corporation may be organized under the Business Corporation Law, provided that it is not engaged in any act or activity requiring the consent or approval of any state official, department, board, agency or other body, without such approval or consent first being obtained.

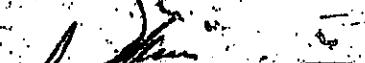
**FOURTH:** The office of the corporation in the State of New York shall be located in the County of Nassau.

**FIFTH:** (a) The Secretary of State is designated as the agent of the corporation upon whom process against the corporation may be served, and the address to which the Secretary of State shall mail a copy of any process against the corporation served upon him is 100 Quentin Roosevelt Blvd., Garden City, NY 11530.

(b) The registered agent of the corporation in the State of New York is United Corporate Services, Inc., 10 Bank Street, Suite 560, White Plains, New York 10606.

**SIXTH:** The corporation has not since its incorporation engaged in any activity in this state, except as set forth in paragraph (b) of Section 1301 of the Business Corporation Law of the State of New York.

**IN WITNESS WHEREOF,** the undersigned executes this document and affirms that the statements made herein are true under the penalties of perjury, this 29th day of August, 1997.

  
Kazem Pakzima, President

State of Delaware

PAGE 1

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GLOBAL CONTAINER LINES LIMITED" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTH DAY OF SEPTEMBER, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GLOBAL CONTAINER LINES LIMITED" WAS INCORPORATED ON THE SECOND DAY OF JANUARY, A.D. 1990.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE FEES HAVE BEEN PAID TO DATE.



2217906 8300

971298507

*Edward J. Freel*  
Edward J. Freel, Secretary of State

8640033

AUTHENTICATION:

8640033

DATE:

09-08-97

SS 090903000535 1999 10 17 AM 0050818

N6-9310 P

1  
f 890903000535

U.N.I. 37

CERTIFICATE OF CHANGE

OF

APPLICATION FOR AUTHORITY

OF

GLOBAL CONTAINER LINES LIMITED

Under Section 1309-a of the Business Corporation  
Law of the State of New York

1 CC  
STATE OF NEW YORK  
DEPARTMENT OF STATE

FILED SEP 8 3 1999

TAXES

BY

NOSSALL

RECEIVED

10 PM '99

SEP

Cardillo & Corbett  
29 Broadway - Room 1710  
New York, New York 10006

CUSTOMER REFERENCE NUMBER 15651CE

DRAWNTOWN

3

890903000561

89-0271499 18-58 616-222-8377

SHIPTRADE INC NY

PAGE 02

990903000535

CERTIFICATE OF CHANGE  
OF  
APPLICATION FOR AUTHORITY  
OF  
GLOBAL CONTAINER LINES LIMITED

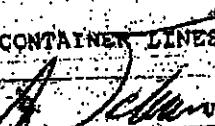
Under Section 1309-A of the  
Business Corporation Law

The undersigned, the president of Global Container  
Lines Limited, certifies:

1. The name of the corporation as authorized is  
Global Container Lines Limited.
2. The corporation was incorporated under the laws of  
the State of Delaware.
3. The corporation was authorized to do business in  
the State of New York on December 18, 1987.
4. The corporation hereby revokes the designation of  
United Corporate Services, 10 Bank Street, Suite 360, White  
Plains, New York 10606, as its registered agent, and hereby designates  
Peter Drakos, c/o, Cardillo & Corbett, 29 Broadway, New York, New York  
10006, as its registered agent upon whom process may be served.

IN WITNESS WHEREOF, the corporation has caused this  
certificate to be signed and verified by its President on this  
2nd day of September, 1999.

GLOBAL CONTAINER LINES LIMITED

By:   
Kazem Pakzime  
President

SHIP TRADE INC NY

PAGE 33

09/02/1999 10:08 15-222-0997

VERIFICATION

STATE OF NEW YORK

COUNTY OF NASSAU

Nazem Pakzima, being sworn, states that he is the person described in and who executed the foregoing certificate, that he has read the same and knows its contents, and that the statements contained therein are true.

*Razem Pakzima*  
Notary Public

STATE OF NEW YORK  
NOTARY PUBLIC STATE OF NEW YORK  
NOTARY PUBLIC  
Qualified in Nassau County  
Commission Expires September 3, 1999

2

NYS DEPARTMENT OF STATE - DIVISION OF CORPORATIONS  
Biennial Statement, Part B

CORPORATION NAME

GLOBAL CONTAINER LINES LIMITED

NAME AND BUSINESS ADDRESS OF THE CHIEF EXECUTIVE OFFICER

KAZEM PAKSIMA  
100 QUENTIN ROOSEVELT BLVD  
GARDEN CITY NY 11530

ADDRESS OF THE PRINCIPAL EXECUTIVE OFFICE

GLOBAL CONTAINER LINES LIMITED  
100 QUENTIN ROOSEVELT  
GARDEN CITY NY 11530

SERVICE OF PROCESS ADDRESS

GLOBAL CONTAINER LINES LIMITED  
100 QUENTIN ROOSEVELT BLVD.  
GARDEN CITY NY 11530

MAKE NO MARKS BELOW THIS LINE

(YOU MUST SIGN ON REVERSE)

2210040 12/2001 \$9.00

If there are no changes to the information  
printed in Part B, sign Part C and return with  
payment payable to the Dept. of State

DOB-3178 107/39

14250

PRINT OR TYPE NAME OF SIGNER  
President

PRINT OR TYPE THE TITLE OR CAPACITY OF THE SIGNER  
STATE

FILED APR 08 2002  
BY

DO NOT MAKE MARKS BELOW THIS LINE

700002008  
**FILED**

CERTIFICATE OF INCORPORATION

OF

GLOBAL CONTAINER LINES LIMITED

AM JAN 2 1990

*John H.*

SECRETARY OF STATE

The undersigned, being of legal age, in order to form a corporation under and pursuant to the laws of the State of Delaware, do hereby set forth as follows:

FIRST: The name of the corporation is  
GLOBAL CONTAINER LINES LIMITED

SECOND: The address of the initial registered and principal office of this corporation in this state is c/o United Corporate Services, Inc., 15 East North Street, in the City of Dover, County of Kent, State of Delaware 19901 and the name of the registered agent at said address is United Corporate Services, Inc.

THIRD: The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the corporation laws of the State of Delaware.

FOURTH: The corporation shall be authorized to issue the following shares:

<u>Class</u>	<u>Number of Shares</u>	<u>Par Value</u>
COMMON	3,000	\$1.00

FIFTH: The name and address of the incorporator are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Ray A. Barr	9 East 40th Street New York, New York 10016

SIXTH: The following provisions are inserted for the management of the business and for the conduct of the affairs of the corporation, and for further definition, limitation and regulation of the powers of the corporation and of its directors and stockholders:

(1) The number of directors of the corporation shall be such as from time to time shall be fixed by, or in the manner provided in the by-laws. Election of directors need not be by ballot unless the by-laws so provide.

(2) The Board of Directors shall have power without the assent or vote of the stockholders:

(a) To make, alter, amend, change, add to or repeal the By-Laws of the corporation; to fix and vary the amount to be reserved for any proper purpose; to authorize and cause to be executed mortgages and liens upon all or any part of the property of the corporation; to determine the use and disposition of any surplus or net profits; and to fix the times for the declaration and payment of dividends.

(b) To determine from time to time whether, and to what times and places, and under what conditions the accounts and books of the corporation (other than the stock ledger) or any of them, shall be open to the inspection of the stockholders.

(3) The directors in their discretion may submit any contract or act for approval or ratification at any annual meeting of the stockholders or at any meeting of the stockholders called for the purpose of considering any such act or contract, and any contract or act that shall be approved or be ratified by the vote of the holders of a majority of the stock of the corporation which is represented in person or by proxy at such meeting and entitled to vote thereat (provided that a lawful quorum of stockholders be there represented in person or by proxy) shall be as valid and as binding upon the corporation and upon all the stockholders as though it had been approved or ratified by every stockholder of the corporation, whether or not the contract or act would otherwise be open to legal attack because of directors' interest, or for any other reason.

(4) In addition to the powers and authorities hereinbefore or by statute expressly conferred upon them, the directors are hereby empowered to exercise all such powers and do all such acts and things as may be exercised or done by the corporation; subject, nevertheless, to the provisions of the statutes of Delaware, of this certificate, and to any by-laws from time to time made by the stockholders; provided, however, that no by-laws so made shall invalidate any prior act of the directors which would have been valid if such by-law had not been made.

SEVENTH: No director shall be liable to the corporation or any of its stockholders for monetary damages for breach of fiduciary duty as a director, except with respect to (1) a breach of the director's duty of loyalty to the corporation or its stockholders, (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (3) liability under Section 174 of the Delaware General Corporation Law or (4) a transaction from which the director derived an improper personal benefit, it being the intention of the foregoing provision to eliminate the liability of the corporation's directors to the corporation or its stockholders to the fullest extent permitted by Section 102(b)(7) of the Delaware General Corporation Law, as amended from time to time. The corporation shall indemnify to the fullest extent permitted by Sections 102(b)(7) and 145 of the Delaware General Corporation Law, as amended from time to time, each person that such Sections grant the corporation the power to indemnify.

EIGHTH: Whenever a compromise or arrangement is proposed between this corporation and its creditors or any class of them and/or between this corporation and its stockholders or any class of them, any court of equitable jurisdiction within the State of Delaware, may, on the application in a summary way of this corporation or of any creditor or stockholder thereof or on the application of any receiver or receivers appointed for this corporation under the provisions of Section 291 of Title 8 of the Delaware Code or on the application of trustees in dissolution or of any receiver or receivers appointed for this corporation under the provisions of Section 279 Title 8 of the Delaware Code order a meeting of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation, as the case may be, to be summoned in such manner as the said court directs. If a majority in number representing three-fourths (3/4) in value of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation, as the case may be, agree to any compromise or arrangement and to any reorganization of this corporation as consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the stockholders or class of stockholders, of this corporation, as the case may be, and also on this corporation.

NINTH: The corporation reserves the right to amend, alter, change or repeal any provision contained in this certificate of incorporation in the manner now or hereafter prescribed by law, and all rights and powers conferred herein on stockholders, directors and officers are subject to this reserved power.

IN WITNESS WHEREOF, the undersigned hereby executes this document and affirms that the facts set forth herein are true under the penalties of perjury this twenty-eighth day of December, 1989.

RAY A. BARR  
Ray A. Barr, Incorporator

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 09/29/1997  
971289501 - 2217906

CERTIFICATE OF MERGER  
of  
GLOBAL CONTAINER LINES LIMITED

Pursuant to Section 252 (c) of the  
State of Delaware General Corporation Law.

The undersigned, being the Surviving corporation, hereby  
sets forth as follows:

FIRST: The name of the Surviving corporation is GLOBAL  
CONTAINER LINES LIMITED; its state of incorporation is Delaware.

SECOND: The name of the Non-Surviving corporation is GLOBAL  
CONTAINER LINES LIMITED; its state of incorporation is the  
Commonwealth of The Bahamas.

THIRD: An Agreement of Merger has been approved, adopted,  
certified, executed and acknowledged by each constituent  
corporation in accordance with Section 252 of the State of  
Delaware General Corporation Law.

FOURTH: The Certificate of Incorporation of  
GLOBAL CONTAINER LINES LIMITED shall be the Certificate of  
Incorporation of the Surviving corporation.

FIFTH: The executed Agreement of Merger is on file at the  
principal place of business of the surviving corporation; the  
address of said principal place of business is as follows:

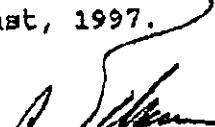
100 Quentin Roosevelt Blvd., Garden City NY 11530

SIXTH: A copy of the Agreement of Merger will be furnished  
by the Surviving corporation, on request and without cost, to any  
stockholder of any constituent corporation.

SEVENTH: The authorized capital stock of the non-Surviving  
corporation which is incorporated under the laws of the

Commonwealth of The Bahamas is Five Thousand (5,000) shares, par value U.S. \$1.00 each.

IN WITNESS WHEREOF, the undersigned, a duly authorized officer of the corporation has executed this Certificate of Merger on this 28th day of August, 1997.

  
\_\_\_\_\_  
KAZEM PAKSIMI,  
President

FROM: GLASS E59>>UORT E59

FAX NO.: 2618941718

STATE OF DELAWARE  
SECRETARIAL OF STATE 139P P.82  
DIVISION OF CORPORATIONS  
FILED 02:25 PM 11/08/1999  
991475629 - 2217906

CERTIFICATE OF AMENDMENT OF  
CERTIFICATE OF INCORPORATION OF  
GLOBAL CONTAINER LINES LIMITED

The undersigned corporation, in order to amend its  
Certificate of Incorporation, hereby certifies as follows:

FIRST: The name of the corporation is:

GLOBAL CONTAINER LINES LIMITED

SECOND: The corporation hereby amends its Certificate  
of Incorporation as follows:

Paragraph FOURTH of the Certificate of  
Incorporation, relating to the authorized capital  
of the corporation, is hereby amended to read as  
follows:

FOURTH: The total number of shares which the  
corporation shall have the authority to issue is  
5,000 shares of Common Stock, par value \$1.00 per  
share.

THIRD: The amendment effected herein was authorized by  
the consent in writing, setting forth the action so taken,  
unanimously signed by the holders of all the outstanding  
shares entitled to vote thereon pursuant to Sections 228 and  
242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, I hereunto sign my name and affirm  
that the statements made herein are true under the penalties  
of perjury, this 8th day of November, 1999.

/s/ Kazem Pakshima  
KAZEM PAKSIMA, President



Shipper  
**THE MAHARASHTRA STATE CO-OP.  
 COTTON GROWERS MKTG. FEDERATION  
 LTD., 198, J.T. ROAD, KHETAN  
 BHAVAN, CHURCHGATE, MUMBAI 400020  
 INDIA**

S/L No.

FOT - 6/02

Shipper's Ref.

P/Agent's - Ref.

THIRD ORIGINAL

Applicable only when document used as a Through Bill of Lading

Consignee (if 'Order' state Notify Party)  
**TO THE ORDER OF BANCO INDUSTRIAL  
 E COMERCIAL S/A  
 BICBANCO FORTALEZA (CE) BRASIL**

Notify Party (ONLY if not stated above; otherwise leave blank)  
**TEXTILE BAQUIT S/A TEBASA  
 RUA DONA MENDINHA, NO. 2020  
 ALVARO WEYNE  
 FORTALEZA (CE) BRASIL**

Pre-Carriage <b>(V-002)</b>	From <b>MUMBAI</b>	ROUTING		FROM	TO
Ocean Vessel <b>GLOBAL NATALI</b>	Port of Discharge <b>FORTALEZA</b>	Correction <b>APR 1996</b>	Final Destination (if on-carriage) <b>SWITZERLAND</b>	Freight Payable <b>SWITZERLAND</b>	Number of original B/L <b>3 (THREE)</b>
Marks and Numbers <b>REIN/</b> <b>BRAZIL</b>		S/No. and kind of packages; description of goods <b>748-BALES, COTTON, MUMBAI</b>		Kilos	Gross weight
LOT NO.	NO. OF B/L	S/No. & DT.		GR NO. & DT.	Measurement
193	100	1995/96 CROP QUALITY NHH-44		AM-279982/10.10.96	GROSS WT. <b>122366 KGS.</b>
608	100	ROLLER GINNED		AL-953847/10.10.96	NETT WT. <b>120266.5 KGS.</b>
3123	98				C.S.NO. <b>5596233018</b>
765	100				<b>5596231830</b>
825	50				
1434	100	S/No. 826189/			
1441	100	826269/			
2406	100	LCI300165/00/96 AND Import License Nr.: 8-96/3125-7"			
748		"FREIGHT PREPAID AT SWITZERLAND			

Particulars declared by Shipper

PARTICULARS OF CONTAINERS (Including Serial No., Type and G.W. in weight)	
<b>BREAK BULK</b>	LOADED ON BOARD FOR S.C.C. LTD. <b>19 OCT 1996</b>
Correction <b>APR 1996</b> FREIGHT AS ARRANGED	

## FREIGHT AND CHARGES

US\$ 95/- PMT for  
122.366 MT.

+ US\$ 11624/77 (U.S. Dollars  
Eleven thousand six hundred  
twenty four and Cents Seventy  
seven only)

## AS AGENTS

Received for shipment at the port of place first mentioned above including if hereby applicable pre-carriage to the sea terminal at the port of loading of the overseas vessel the above mentioned goods in apparent good order and condition unless otherwise stated and to be carried to and delivered at the seaport terminal at the port of discharge of the overseas vessel or if so provided for at the final destination named above.

Weight, measure, marks, numbers, quality, contents and value as declared by the Shipper but unknown by the Carrier.

In accepting this Bill of Lading the Merchant expressly accepts and agrees to all its regulations, exceptions and conditions, on both pages whether written, printed, stamped or otherwise incorporated as fully as if they were all signed by the Merchant.

One of the Bills of Lading must be surrendered duly endorsed in exchange for the issue of another order.

In WITNESS whereof the original Bills of Lading all of this term and date have been signed in the number stated above and both which, being accomplished the other(s) to be void.

Number of Packages (in words)  
**SEVEN HUNDRED FORTY EIGHT BALES ON**  
BOMBAY 19 OCT 1996

Signed for the Master by **MR. E. J. PABRIA**  
For SAI Shipping Co. Pvt. Ltd.  
**MR. M. C. SHAH**

Freight due on Shipment not refundable. Ship and/or Cargo Lost or not Lost.



INVOICE NO. 667973

CONTRACT NO. S67260  
YOUR REF NO. 075-U/96

TEXTIL BAQUIT S/A - TEBASA  
RUA DONA MENDINHA, NO.2020  
ALVARO WEYNE.  
FORTALEZA (CE) BRASIL

WINTERTHUR, 19.10.96 / GR

497.183,00 KGS ALGODAO EM PLUMA NAO CARDADO NEM PENTEADO, EM FARDOS,  
PROCEDENCIA DA INDIA, SAFRA 1995/96, PADRAO IHHIR, FIBRA 31/32"  
A 1," MICRONAIRE 3.2 NCL PSI 82.000  
(AS PER PROFORMA INVOICE NO.S-5340 DD 960820 AND IMPORT LICENSE  
NR.: 8-96/3125-7).

HIPMENT FROM: INDIAN PORT MUMBAI TO : FORTALEZA (CE) BRASIL  
C/R : GLOBAL NATALI (V-002)  
B/L NO. FOT-6/02 - 748 BALES  
B/L NO. FOT-2/02 - 2297 BALES  
DATED OCTOBER 19, 1996

PARCEL		MARKS	BALES	GROSS-WEIGHT	TARE	NET-WEIGHT
=====		3316500102	3.045	505.744,00 KGS	8.561,00- KGS	497.183,00 KGS
=====		REIN/BRAZIL	166			= 1.096.082,46 LBS
=====						

AT USD-CENTS 70,40 PER LB NET - C+F VALUE 771.642,05 USD

R FORTALEZA(CE)BRASIL

ACTUAL TARE, NET LANDED WEIGHT  
CONTROLLER: WAKEFIELD INSPECTION (THOM & CIA LTD.)

PAYABLE UNDER IRREVOCABLE DOCUMENTARY CREDIT NUMBER LCI300265/00/96  
ISSUED 16.09.96 OPENED THROUGH BANCO INDUSTRIAL E COMERCIAL  
S.A.-BICBANCO, FORTALEZA.

PAUL REINHART AG

*from G. Fischer*







216, MAHARASHTRA STATE CO-OP,  
COTTON GROWERS MARKETING FDN. LTD/  
KHESTAN BHAVAN, 198 J.T. ROAD,  
CHURCHGATE  
MUMBAI 400 020.

ORIGIN: MUMBAI  
TO THE ORDER OF  
VICUNHA NORDESTE S/A.

Final Party (ONLY 2 are listed above; additional lines blank)  
VICUNHA NORDESTE S/A,  
INDUSTRIAL TEXTIL ROD.DR. HENDEL  
STEINBRUCH B/N - KM. 09  
PAJUCARA - MARACANAU - CR -

Pre-Carrier	From	Port of Loading	Port of Discharge	To
Ocean Vessel VOY-002 GLOBAL NATAI	MUMBAI	ROUTE NO.	ROUTE NO.	ROUTE NO.
Port of Discharge SANTOS	COTTON	Classification of merchandise	Classification of merchandise	Classification of merchandise
Port of Discharge SANTOS	APRIL	Number and kind of package, description of goods	Number and kind of package, description of goods	Number and kind of package, description of goods
Port of Discharge SANTOS	SAI BO.	Number and kind of package, description of goods	Number and kind of package, description of goods	Number and kind of package, description of goods
Port of Discharge SANTOS	REIN/	Number and kind of package, description of goods	Number and kind of package, description of goods	Number and kind of package, description of goods
Port of Discharge SANTOS	BRAZIL	1272 BALES (ELEVEN THOUSAND SEVEN HUNDRED TWENTY TWO BALES ONLY.)	1272 BALES (ELEVEN THOUSAND SEVEN HUNDRED TWENTY TWO BALES ONLY.)	1272 BALES (ELEVEN THOUSAND SEVEN HUNDRED TWENTY TWO BALES ONLY.)
Port of Discharge SANTOS	LOT. NOS. BALES.	INDIAN COTTON 1995-96 CROP VARIETY NHH-44 ROLLER GINNED	INDIAN COTTON 1995-96 CROP VARIETY NHH-44 ROLLER GINNED	INDIAN COTTON 1995-96 CROP VARIETY NHH-44 ROLLER GINNED
IMPORT PERMIT NO. 8-96/3148-6 AND ADDENDUM NR 8-96/0523-3				
NT. WT.				
1968292.0 KGS.				
NT. LBS.				
4339341.00				

BREAK BULK

ORIGINAL

PARTICULARS OF COTTON BALE  
(including Serial No. and Top Weight)AS PER TOTAL THREE SHEETS ATTACHED TO  
THIS B/L.

SAI BO.

SECOND ORIGINAL

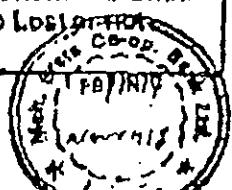
FREIGHT AND CHARGES

FREIGHT PREPAID AT 8.00/LT 250  
U.S.\$ .95/- PMT  
FOR 2001.1835 M/T OCT 1996  
= U.S.\$ 1,90,112.43 AS FOLLOWS  
(U.S. Dollars One LAC ninety  
THREE HUNDRED AND TWELVE  
and cents forty three only)

Freight due on Shipment not refunda-  
ble. Ship and/or Cargo Losses not  
Covered.

NOTWITHSTANDING THAT THE PORT OF DISCHARGE  
MAY NOT BE THE PORT OF LOADING OR  
THE PORT OF LOADING MAY NOT BE THE PORT  
OF DISCHARGE, THE CHARGES AS STATED  
HEREIN ARE TO BE PAID BY THE CARRIER  
WHICH ARE IN ACCORDANCE WITH THE  
TERMS AND CONDITIONS OF THE CONTRACT  
OF CARRIAGE AS STATED IN THE BILL OF LADING.  
IN ACCEPTING THIS B/L OF LOADING THE  
SHIPPER AGREES WITH THE CARRIER  
THAT THE CARRIER IS NOT RESPONSIBLE  
FOR ANY LOSS OR DAMAGE WHICH  
MAY OCCUR IN TRANSIT.  
ONE OF THE BILLS OF LADING IS TO BE  
MAILED TO THE CARRIER AND THE  
OTHER BILLS OF LADING ARE TO BE  
MAILED TO THE SHIPPER.  
IN ADDITION TO THE BILLS OF LADING  
THE CARRIER IS TO MAILED ONE B/L  
TO THE CARRIER AND THE OTHER  
BILLS OF LADING ARE TO BE MAILED  
TO THE SHIPPER.

Number of Passages (in words) ELEVEN  
Place and date of issue MUMBAI 19 OCT 1996  
Name for the Master by H.B.C.J. PADRIA  
For SAI Shipping Co. Pvt. Ltd.  
H.B.C.J. SHAH  
As Agent



PERSON BEHR MARINE CLAIMS ADVISORS

P. 7

MR. MAHARASHTRA STATE CO-OP.  
OTTOH GROWERS MARKETING FED. LTD.  
P.O. KHETAN KHAVAN, S.T. ROAD,  
HUTCHGATE,  
MUMBAI - 400 020.

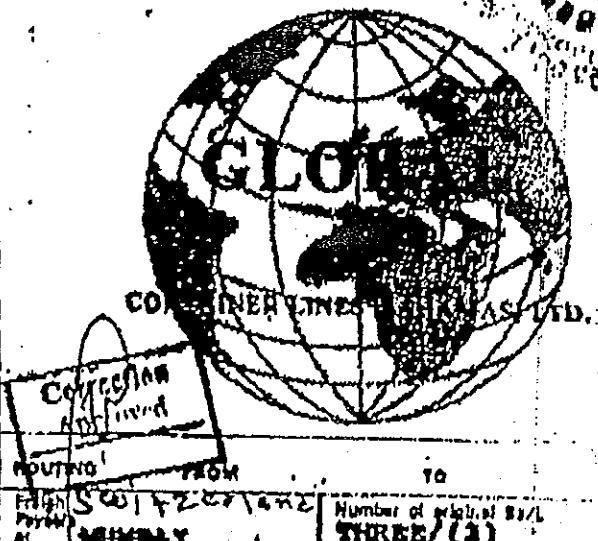
Constituted at "Order" view Homicide Form :  
**TO THE ORDER OF**  
**SEGURIA NORDESTE S/A**

**VICTORIA NORDESTE S/A**  
**INDUSTRIA TEXTIL**  
ROD. BR. 316  
KM. 09  
EST. XERUCH S/N - MARACANAÚ - CE -  
BRAZIL

1998 FOT - S-102

Chancery

14400-1



Mark and Number  
REIN/1 : : :  
BRAZIL  
LOT NO. RALES

7207	100
7223	100
7232	100
7244	100
7291	100
7297	100
10	100
104	100
114	100
1327	100

Human and Animal Slaughter: Description of goods	Units	Gross weight	Measurement
1000 KILOS (NINE HUNDRED NINETY NINE)		169280.5	
INDIAN COTTON 1995-96 CROP VARIETY	KGS		
MMH-44 ROLLER GINNED.	NET WT.		
GR NO. AL-P53845 DT: 14/10/96	166443.5		
GR NO. AM-37238 DT: 25/10/96	KGS		
S.B.NO: 828207 & 828424 DT: 16/10/96	NET. KGS.		
C.B.NO: 8596234990 & 8595235083	366945.0		
IMPORT PERMIT NR.8-96/3148-8 AND ADDENDUM NR.8-98/0522-3			

## BREAK BULK

## ORIGINAL

**PARTICULARS OF CONTAINERS**  
including Serial No., Type and Name Watched

SECOND ORIGINAL

Received for signature at the port of place first mentioned and being  
paid to the best of my belief at the port of loading of the cargo and its  
terms, freight and conditions and of whomsoever he or she is in-  
tended at the time of discharge of the vessel to be entitled to pay  
them.

Weight measured, quality, number, quality, some are not fit to be  
by the Cattell

In WILLETTS whereof the original BPA of Loding must be fully endorsed in exchange for the books of Loding.

Number of Packages (in weight)  
**NINE HUNDRED NINETY**  
Pounds and Ounces of weight  
**NUMBER**

Paul Reinhart AG  
Postfach 502 F  
CH-8401 Winterthur  
SWITZERLAND X

INVOICE NO. 667965  
CONTRACT NO. 667251

GR 6011 SWISS  
CH-8401 Winterthur  
791-16 898  
Tele: 016744  
SWIFT: CHRSCHZ84A

VICUNHA NORDESTE S/A Y  
INDUSTRIA TEXTIL. - Y  
ROD. DR. MENDEL Y  
STEINBRUCH S/N - KM.09 X  
PAJUCARA - MARACANAU  
CE - BRAZIL X

WINTERTHUR, 19.10.96 / GR

19 NOV 1996

RECIBIDO

REGISTRO

DESCRIPTION OF GOODS

1.962,822,10 TONELADAS DE ALGODAO EM PLUMA / PROCEDENTE DA  
INDIA SAFRA 95/96 PADRAO IHHIR FIBRA 31/32 A 1" MICRONAIRE X  
.2 NCV PSI 82000 NAO CARDADO, NEM PENTEADO X  
IMPORT PERMIT NR.8-96/3146-6 AND ADDENDUM NR.8-96/0523-3 X  
EVERY TERMS: C AND F FORTALEZA SEAPORT - CE - BRAZIL

COUNTRY OF ORIGIN OF GOODS: INDIA X

SHIPMENT FROM: MUMBAI PORT - INDIA X  
PER: MV "GLOBAL NATALI" VOY-002 X  
B/L NO. FOT-1/02 X 9217 BALES X  
B/L NO. FOT-3/02 X 7888 BALES X  
B/L NO. FOT-4/02 X 11722 BALES X  
B/L NO. FOT-5/02 X 999 BALES X  
DATED OCTOBER 19, 1996 X

TO: FORTALEZA SEAPORT -  
CE - BRAZIL X

PARCEL

MARK	BALES	GROSS-WEIGHT	TARE	NET-WEIGHT
3316500101	29.826	5046.121,50 X KGS	83.499,40 - KGS	4962.622,10 X KGS
REIN/BRAZIL X		169,19		10.940.710,00 X LBS

FOB VALUE ..... / 7'222.878,29 USD /  
FREIGHT VALUE ..... / 479.381,55 X USD /

C AND F FORTALEZA SEAPORT - CE, BRAZIL / 7.702.259,84 USD /

ACTUAL TARE, NET LANDED WEIGHT  
CONTROLLER: WAKEFIELD INSPECTION (THOM & CIA LTD.)

PAYABLE UNDER: IRREVOCABLE DOCUMENTARY CREDIT NUMBER CDSP1445/96 X  
ISSUED: 08 OCT 96 X OPENED THROUGH BANCO DE CREDITO NACIONAL S.A. X  
RUA BOA VISTA, 208, 6<sup>º</sup> ANDAR CONJ C, ATTN. GECAM/DEFIP, CEP. X  
01014-9004, BR SAO PAULO SP BRASILIEN X

PAUL REINHART AG

PAUL REINHART AG

PAUL REINHART AG, CHIRAGI, WINTERTHUR, Telefon (01) 264 81 81, Fax (01) 212 00 54, TeleX 20 3274



Marlow House  
Lloyd's Avenue  
London EC3N 3AL

Telephone 0171 488 2300  
International +44 171 488 2300

Telex 8812247 HFWLON  
Cables Augurship London EC3  
DX 1069 London City EC3

**FAX 0171 481 0316**

International +44 171 481 0316

Please contact us immediately if all pages are not received  
Total Pages including this sheet 2

**DATE : 1 April 1997**

**TO : Instituto de Resseguros do Brasil**  
**ATTN : Mr Jose Salinas**  
**FAX NO : 01718 670880**

**FROM : GME/333**

**RE : "GLOBAL NATALI"**

**RECEIVED**

*g* 01 APR 1997  
**IRB LONDON  
BRANCH**

**SUBJECT TO CONTRACT**

1. We are instructed in this matter on behalf of Global Container Lines, the charterers of the above vessel and refer to your fax to our clients dated 11 March. We understand that you have spoken in the interim with the UK P&I Club.
2. We are instructed to discuss with you the question of security to see if terms can be agreed.
  - 2.1 Firstly in relation to quantum we would be grateful for a clarification as to how you arrive at a figure of US\$9 million. It is our understanding that the vast majority of the cargo of cotton was transhipped in a sound condition. Can you please let us have your assessment of the amount of cotton allegedly damaged/amount transhipped in a safe condition etc.
  - 2.2 With regard to jurisdiction our clients do not agree Seychelles jurisdiction. They are however interested in agreeing English law and jurisdiction (as provided in bills of lading in any event).
  - 2.3 We would also make it clear that, assuming an acceptable wording can be agreed, our clients' proposal to provide security should not be taken as a waiver of any of our

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**Confidentiality Notice**

The information contained in this fax may be confidential. It is intended only for the use of the named recipient. If you are not the named or intended recipient, please notify us immediately so that we may arrange to collect the fax from you. In such an event, you should not disclose the contents of this fax to any other person, nor take copies of it. Thank you for your co-operation.

**PARIS**

Telephone 44.94.40.50  
Fax 42.65.46.25

**PIRAEUS**

Telephone 01 429 3978  
Fax 01 429 3118

**ROUEN**

Telephone 32.08.18.60  
Fax 35.89.90.54

**HONG KONG**

Telephone 2522 3006  
Fax 2877 8110

**SINGAPORE**

Telephone 534 0195  
Fax 534 5864

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A Partnership of Solicitors and Registered Foreign Lawyers. A list of Partners' names is available at the London Office.

clients' rights, including their right to limit liability but also, principally, their position that they are not the contractual carrier. We think you are misguided in seeking to obtain security and pursuing our clients as the bills of lading have been signed for the Master and the identity of carrier clause in the bill of lading identifies the ship owner as the contracting party. Our primary position is therefore that you should be addressing your claim to the owners of the vessel, as indeed we believe to be the case.

3. Please provide us with a wording of security which you propose and we will take instructions.

Regards



George Eddings  
HOLMAN FENWICK & WILLAN

HFW200851-1



10

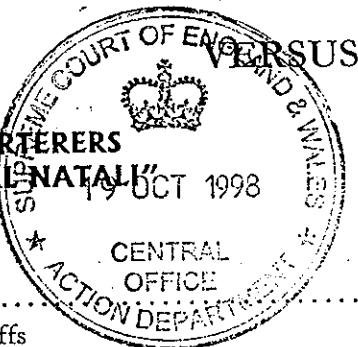
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**IN THE SUPREME COURT OF SEYCHELLES  
(ADMIRALTY JURISDICTION)**

1. VICUNHA NORDESTE S/A INDUSTRIA TEXTIL
2. TEXTIL BASQUIT (TEBASA)
3. SUL AMERICA TERRESTRES, MARITIMOS  
E ACIDENTES
4. BAMERINDUS - CIA DE SEGUROS OF CURITIBA BRASIL
5. INSTITUTO DE RESSEGUROS DO BRASIL (IRB)

**PLAINTIFFS**

**THE OWNERS AND CHARTERERS  
OF THE VESSEL "GLOBAL NATALI"**



**DEFENDANT**

Civil Side No. 250 of 1997

Mr. R. Valabhji for the plaintiffs  
Defendant - unrepresented - absent

Perera, J.

**JUDGMENT**

A writ of summons with a statement of claim endorsed claiming US\$6,453,762.69 was duly served by a Process Officer of this court on 12<sup>th</sup> August 1997 by affixing it to the mast of the vessel "Global Natali", presently anchored in the Victoria Harbour. The owners and charterers having failed to file an acknowledgement of service as required by Or. 75 r 3, the applicants have filed a motion for default judgment in terms of Or. 75. R. 21.

Under Rule 21(7) this court ought to be satisfied that the applicant's claim is well founded before judgment is entered.

Mr. Valabhji, learned counsel for the applicants sought to establish the claim on the basis of the affidavit filed and the documents attached which supported the five items of the statement of claim. The total sum claimed is US\$6,453,762.69.

Item 1 is a claim of US\$2,5181,671 in respect of cargo lost by the first applicant Vicunda Nordeste of Brazil. There has been produced as document (A) the Insurance Report from the Instituto De Resseguros Do Brazil (London Branch) wherein the lost cargo of the 1<sup>st</sup> applicant has been estimated at US\$2,518,671.

Item 2, is the loss suffered by the 4<sup>th</sup> applicant Bamerindus - CIA De Seguros of Curitiba. This sum of US\$297,976.69 is shown in a document dated 6<sup>th</sup> June 1997 as the unloading amount in Fortaleza after transhipment of "Global Natali" to "Chian Star."

Item 3 is the salvage claim of the Islands Development Company of Seychelles, the salvors, paid by the 5<sup>th</sup> applicant Instituto De Resseguros do Brasil. Mr. Glenny Savy the Executive Chairman testifying in case No. 265 of 1997 heard together with the instant case testified that this sum was received from consignees of goods. The instant claim is US\$-2,450,000.

Item 4 is a sum of US\$508,000 being the salvage claim paid to Tsavlis Tug owner by the 5<sup>th</sup> applicant, the Instituto De Resseguros Do Brasil. This amount consists of two sums, the claim of US\$467,260 and US\$40,000 costs. This claim is supported by a fax transmission dated 21<sup>st</sup> May 1997 from Clide & Co, a Law Firm in London.

Item 5 are the transhipment charges from Seychelles to Brasil paid by the 1<sup>st</sup> and 2<sup>nd</sup> applicants in a sum of US\$703,890.

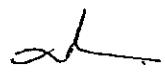
From the total amount of US\$6,492,148 has been reduced a sum of US\$34,775 which is reflected as US\$24,000 in a letter dated 17<sup>th</sup> February 1997 from the Instituto De Resseguros Do Brasil. Mr. Valabhji submitted that he held correspondence regarding the error in the figures which has since been acknowledged.

The total claim of the applicants would then be US\$6,453,762.69.

On the basis of the affidavit and the supporting documents adduced in the case, the court is satisfied that the respective claims of the applicants are well founded. Hence acting in terms of Or. 75 r.7 of the Supreme Court Rules (UK) which are applicable in this court, I award the applicants jointly and severally a sum of U.S dollars six million four hundred and fifty three thousand seven hundred and sixty two and sixty nine cents. (US\$6,453,762.69), which sum shall be recovered by appraisement of the vessel and sale by auction or private treaty.

This award shall however become payable subject to priority being given to the award made to the Salvor Islands Development Company in action No. 265/97 of this court and the port dues payable to the Port and Marine Division, and further subject to this court determining the order of priority of claims upon the balance proceeds being deposited in court.

Dated this 27<sup>th</sup> day of August 1997.

  
A. R. PERERA  
JUDGE

*certified true copy of the original*

*Stephathy  
Pm. Asst. Registrar*